





Item 1.01. Entry into a Material Definitive Agreement.

On February 12, 2016, we entered into a Deli, Cheese, and Bakery Distribution Agreement (the “KeHE Agreement”) with KeHE Distributors, LLC (“KeHE”), the parent company of Nature’s Best, our primary supplier of dry grocery and frozen food products. This new agreement includes terms relating to service level arrangements, deficiency cures, product management procedures, and other ordinary course operational terms provided to us by KeHE with respect to our purchases of deli, cheese and bakery products, which were previously supplied by Monterrey Provision Co. Inc. prior to its acquisition by KeHE. Our Amended and Restated Distribution Agreement with Nature’s Best, dated August 13, 2014, continues in full force and effect and its terms are unaffected by the KeHE Agreement.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SPROUTS FARMERS MARKET, INC.

Date: February 19, 2016 By: /s/ Brandon F. Lombardi  
Name: Brandon F. Lombardi  
Title: Chief Legal Officer and Corporate Secretary